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Counsel to the Debtor and Debtor-in-Possession

UNITED STATES BANKRUPTCY COURT

EASTERN DISTRICT OF NEW YORK

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In re	: Chapter 11
	:
DOWLING COLLEGE,	:
f/d/b/a DOWLING INSTITUTE,	: Case No. 16-75545 (REG)
f/d/b/a DOWLING COLLEGE ALUMNI	:
ASSOCIATION,	:
f/d/b/a CECOM,	:
a/k/a DOWLING COLLEGE, INC.,	:
	:
Debtor.	:
-----X	

**CERTIFICATION OF COUNSEL REGARDING NOTICE
OF PROPOSED SALE OF RESIDENTIAL PORTFOLIO
LOCATED AT 72 CHATEAU DRIVE, OAKDALE, NY 11769**

Pursuant to 28 U.S.C. § 1746, the undersigned certifies as follows:

1. On March 10, 2017, Dowling College (the “Debtor”) filed a *Notice of Proposed Sale of Residential Portfolio Located at 72 Chateau Drive, Oakdale, NY 11769* (the “Sale Notice”) [DE 233].

2. On March 10, 2017 in accordance with the Second Order Authorizing Sales of Residential Portfolio and Related Procedures [DE 164] (the “Sale Procedures”), the Sale Notice

was served on all interested parties. The affidavit of service related to the Sale Notice was filed at Docket Entry 234.

3. Pursuant to the Sale Notice, objections to the proposed sale had to be filed by March 20, 2017 (the “Objection Deadline”); no objections to the sale described in the Sale Notice have been filed with this Court prior to or after the Objection Deadline.

4. The Debtor received inquiry from one party regarding the subject property, but will proceed to close the sale thereof free and clear of all liens, claims, interests and encumbrances in accordance with the Sale Procedures. That inquiry, a bid for all of the parcels that remain in the Residential Portfolio including the subject premises, was in an amount not acceptable to the Debtor, the official committee of unsecured creditors, or senior lienholders for the Residential Portfolio. The inquiring party declined the Debtor’s invitation to discuss terms limited to this parcel.

Dated: New York, New York
March 24, 2017

**KLESTADT WINTERS JURELLER
SOUTHARD & STEVENS, LLP**

By: /s/ Sean C. Southard
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